

In the Matter of)	
)	
Implementation of the Telecommunications Act of 1996:)	CC Docket No. 96-115
Telecommunications Carriers' Use of)	
Customer Proprietary Network Information)	
and Other Customer Information;)	
)	
Implementation of the Non-Accounting)	
Safeguards of Sections 271 and 272 of the)	
Communications Act of 1934, As Amended)	CC Docket No. 96-149
)	
2000 Biennial Regulatory Review --)	
Review of Policies and Rules Concerning)	
Unauthorized Changes of Consumers' Long)	
Distance Carriers)	CC Docket No. 00-257
)	
)	

CPNI COMPLIANCE CERTIFICATION OF REBECCA M. DUNN

I, Rebecca M. Dunn, hereby certify as follows:

1. I am Senior Vice President – Corporate Compliance and Corporate Secretary of BellSouth Corporation. In this capacity, I am responsible for the compliance programs for the “BellSouth Carrier Entities” (as hereinafter defined), on behalf of which this Certification is provided. As used in this Certification, the term “BellSouth Carrier Entities” shall mean any of BellSouth Corporation and its wholly-owned direct or indirect domestic subsidiaries that are telecommunications carriers subject to the requirements of the Communications Act of 1934, as amended.
2. I provide this certification for calendar year ending December 31, 2005, in accordance with the Commission’s Third Report and Order and Third Further Notice of Proposed Rulemaking released July 25, 2002 and the Rule contained at 47 CFR 64.2009(e) (together with such other rules contained at 47 CFR 64.2001, et seq, as the same may be modified, amended or clarified, from time to time, collectively, the “CPNI Rules”).

3. The BellSouth Carrier Entities have established operating procedures (the "Operating Procedures"), described in the attached Statement of BellSouth Carrier Entities' Operating Procedures, that are adequate to ensure compliance with the CPNI Rules.

Certified this 17th day of January, 2006.


Rebecca M. Dunn

ATTACHMENT TO 2005 CPNI COMPLIANCE CERTIFICATION OF
REBECCA M. DUNN

**STATEMENT OF BELL SOUTH CARRIER ENTITIES' OPERATING
PROCEDURES**

1. **Training.** In compliance with Rule 64.2009(b) set forth at 47 CFR Part 64 et seq, employee training is required as to the requirements of the CPNI Rules and the obligations of the BellSouth Carrier Entities with respect to the CPNI Rules and the permissible use, access and disclosure of CPNI and aggregate customer information ("ACI").
 - Employees who have no access to or use of CPNI or ACI during the course of their employment receive general awareness information to familiarize them with the general requirements of the CPNI Rules and are the subject of a supervisor certification confirming that they will not be permitted to have access to CPNI or ACI unless and until they have completed the CPNI Training described below.
 - Employees and representatives acting on behalf of the BellSouth Carrier Entities, who have access to or use CPNI or ACI during the course of their employment or in the performance of duties under a contractual relationship are required to undertake an in depth CPNI training course prior to being permitted access to or use of such information. The training is available in one of three formats – (i) an intranet based training course; (ii) paper and/or CD copies of the intranet-based course; or (iii) a paper-based summary of the intranet-based course for certain network and senior management employees.
2. **Sales and Marketing Campaigns.** In compliance with Rules 64.2009(c) and (d) set forth at 47 CFR Part 64 et seq, all sales and marketing campaigns that use CPNI, including all "outbound marketing campaigns," require advance supervisory approval. Evidence of this approval, together with a record for each campaign that uses CPNI is maintained for one (1) year following completion of the campaign. A record of all instances in which CPNI is disclosed or provided to any third party in connection with any such campaign is also maintained for the same one (1) year period.
3. **Aggregate Customer Information.** Any proposed use of aggregate customer information that triggers a sharing obligation under Section 222(c)(3) of the 1934 Communications Act, as amended, requires advance written approval. Written evidence of any such use is maintained for one (1) year following such use. Aggregate customer information must be shared with third parties in accordance with Section 222(c)(3) and the CPNI Rules.
4. **Customer Approvals.** As contemplated in Rules 64.2005, 2007 and 2008 set forth at 47 CFR Part 64 et seq, any use of CPNI to target a customer for the sale of a product or service outside of that customer's total service relationship with the BellSouth

Carrier Entities requires that customer's approval – either in the form of “opt-in” or “opt-out” approval or a limited one-time use approval for the “duration of the call” (collectively, “Approval Following Notice”).

- Approval Following Notice. Approval Following Notice is required in order to use CPNI to target a customer for sales and marketing efforts for a product or service outside of that customer's total service relationship with the BellSouth Carrier Entities. No Approval Following Notice can be requested from a customer until that customer has been provided with a notice of CPNI rights as set forth in the CPNI Rules.
 - Opt-In Approval. In the event a BellSouth Carrier Entity elects to pursue Approval Following Notice via an Opt-In Approval, the notice must comply with the requirements of Rules 64.2008(c) and (e).
 - Opt-Out Approval. In the event a BellSouth Carrier Entity elects to pursue Approval Following Notice via an Opt-Out Approval, the notice must comply with the requirements of Rules 64.2008(c) and (d), including the requirement that all such BellSouth Carrier Entities provide notice to their customers every two (2) years and that an opt-out mechanism be available at no charge on a 24 hour per day, 7 day per week basis.
 - Limited One-Time Use or Duration of Call Approval. As required by Rule 64.2008(f), if no opt-in or opt-out approval has been obtained from a customer, a limited one-time use or duration of call approval must be obtained in order to use a customer record to target a customer to attempt to sell products or services in a service category outside of the total service relationship. All personnel involved in customer contacts are required to follow approved scripts in requesting this type of approval. If such approval is not obtained, employees are trained not to use CPNI for these purposes.
5. **Approval Status.** In compliance with Rule 64.2009(a) set forth at 47 CFR Part 64 et seq, all BellSouth Carrier Entities have adopted a system by which the status of a customer's CPNI approval can be clearly established prior to the use of CPNI.
6. **Use by, Sharing with or Access to CPNI by Agents, Joint Venture Partners, Independent Contractors and Certain Affiliates.** In compliance with Rule 64.2007(b) set forth at 47 CFR Part 64 et seq, all BellSouth Carrier Entities have procedures in place designed to ensure that,
- Only with opt-out approval or opt-in approval, can a customer's individually identifiable CPNI be used for the purpose of marketing communications-related services (outside the total service relationship) to that customer.
 - Only with opt-out or opt-in approval, can a customer's individually identifiable CPNI, be disclosed (for the purpose of marketing communications-related

services outside the total service relationship) to any BellSouth Company (i) agent, (ii) affiliate that provides communications-related services, and (iii) joint venture partner and independent contractor.

- No use, disclosure or provision of access to CPNI to any BellSouth Company joint venture partner or independent contractor is permitted without having first entered into a confidentiality agreement that (i) requires that the independent contractor or joint venture partner use the CPNI only for the purpose of marketing or providing the communications-related services for which that CPNI has been provided; (ii) disallows the independent contractor or joint venture partner from using, allowing access to, or disclosing the CPNI to any other party, unless required to make such disclosure under force of law; and (iii) requires that the independent contractor or joint venture partner have appropriate protections in place to ensure the ongoing confidentiality of customers' CPNI.
- Subject to the rules governing limited one time use or duration of call approval, no other use, disclosure or provision of access to individually identifiable CPNI outside of the total service relationship, is permitted without opt-in approval.

7. **BellSouth Policy and Disciplinary Policy.** All BellSouth Carrier Entities have adopted a policy requiring compliance with the CPNI Rules. In compliance with Rule 64.2009(b) set forth at 47 CFR Part 64 et seq, such policy provides that any failure by any personnel to comply with the CPNI Rules is subject to personnel disciplinary procedures for each company, which procedures can include termination of employment or contractual agreement, depending on the nature and severity of the non-compliance.
8. **Annual Audit.** During the fourth quarter of each year, prior to the provision of the CPNI Compliance Certification, BellSouth Corporation's Internal Audit organization conducts an audit of the operations of the BellSouth Carrier Entities to determine the level of compliance with the CPNI operating procedures outlined in this Attachment. This audit process includes, without limitation, a review of training and training records, documentation evidencing marketing use of CPNI, CPNI methods and procedures, notice and approval documentation, and live monitoring and observation of customer contacts. In the event this annual audit reveals any deficiency in compliance with any of the CPNI operating procedures, the relevant business unit is required to develop a corrective action plan, which, once approved by the Legal Department and the Internal Audit organization, is promptly implemented. A follow up audit is then conducted to ensure that the approved corrective action plan has been properly implemented and that any deficiency has been remedied.